

**MINUTES  
STATE TRANSPORTATION BOARD**

**DEPARTMENT OF TRANSPORTATION  
#2 Capitol Square  
Atlanta, Georgia 30334**

**February 21, 2008**

**10:00 a.m.**

**BOARD MEMBERS IN ATTENDANCE:**

Mike Evans, Chairman  
Garland Pinholster, Vice Chairman  
Billy Langdale  
Sam Wellborn  
Robert L. Brown, Jr.  
Emory McClinton  
Rudy Bowen  
Larry Walker  
Bill Kuhlke, Jr.  
David Doss  
Raybon Anderson  
Dana Lemon

**BOARD MEMBERS ABSENT:**

Roy Herrington

**DOT STAFF IN ATTENDANCE:**

Buddy Gratton, Deputy Commissioner  
Mary Harris  
Earl Mahfuz  
Todd Long  
Gerald Ross  
Sandra Burgess  
Jeff Hill  
Michael Cooper  
Steve Henry

Chairman Mike Evans opened the meeting at 10:00 a.m.

Raybon Anderson gave the invocation.

Raybon Anderson led the Board in the Pledge of Allegiance.

Chairman Evans asked for a motion to approve the minutes from the January 2008 meetings. Raybon Anderson made a motion to approve the minutes from the January 2008 meetings, seconded by Emory McClinton and unanimously approved.\*

Todd Long, Director of Preconstruction, requested approval of the projects proposed for the March 2008 Letting. Chairman Evans asked for a motion to approve. Robert Brown made a motion to approve the projects proposed for the March 2008 Letting, seconded by Dana Lemon and unanimously approved.\*

Mike Thomas, Director of Planning, Data & Intermodal Development requested approval for the revisions proposed for the Construction Work Program for February 2008. Raybon Anderson made a motion to approve the revisions to the Construction Work Program, seconded by Bill Kuhlke and unanimously approved.\*

Matthew Fowler, Assistant State Planning Administrator, gave a presentation on the Statewide Truck Lane Needs Identification Study, which included freight growth in Georgia; Georgia freight movement, by mode share; overview of truck lane study; the study area; data collection and inputs; traffic and truck volumes 2004 & 2035; benefits and costs; study findings and study summary. Matthew Fowler also stated that the Study recommended not to pursue stand-alone Truck-Only Lanes.

Buddy Gratton, Deputy Commissioner, gave the Commissioner's monthly report, which included the state fund collections and total employment figure for January 31, 2008.

Earl Mahfuz requested a motion to approve the following resolution. Chairman Evans requested a motion to approve the following resolution. Emory McClinton made a motion to approve the following resolution, seconded by Robert Brown and there was some discussion regarding the debt service and David Doss voted nay and the motion passed with 10 yeas.

#### **Resolution**

**A JOINT RESOLUTION OF THE STATE TRANSPORTATION BOARD, ACTING FOR AND ON BEHALF OF THE GEORGIA DEPARTMENT OF TRANSPORTATION, AND THE STATE ROAD AND TOLLWAY AUTHORITY TO APPROVE THE PLANNING, DESIGN, ENGINEERING, ACQUISITION AND CONSTRUCTION OF ALL OR PART OF A SYSTEM OF ROADS, BRIDGES, TUNNELS AND MASS TRANSPORTATION FACILITIES IN THE STATE OF GEORGIA, INCLUDING SUCH BUILDINGS, STRUCTURES, PARKING AREAS, APPURTENANCES, AND FACILITIES RELATED THERETO, INCLUDING BUT NOT LIMITED TO APPROACHES, CROSS STREETS, ROADS, BRIDGES, TUNNELS, AND AVENUES OF ACCESS FOR SUCH SYSTEM; TO APPROVE THE ISSUANCE BY THE AUTHORITY OF FEDERAL HIGHWAY GRANT ANTICIPATION REVENUE BONDS AND FEDERAL HIGHWAY REIMBURSEMENT REVENUE BONDS TO PROVIDE FUNDS TO FINANCE SAID UNDERTAKING AND TO PAY THE COSTS OF REFUNDING ALL OF THE OUTSTANDING STATE ROAD AND TOLLWAY AUTHORITY FEDERAL HIGHWAY REIMBURSEMENT REVENUE**



**COMMERCIAL PAPER NOTES, SERIES A; TO AUTHORIZE THE COMMISSIONER OF THE DEPARTMENT OF TRANSPORTATION TO DESIGNATE THE STATE ROAD AND TOLLWAY AUTHORITY AS THE PRIMARY RECIPIENT OF CERTAIN FEDERAL AID HIGHWAY FUNDS TO BE RECEIVED BY THE STATE UNDER TITLE 23 OF THE UNITED STATES CODE IN CONNECTION WITH THE BONDS; AND FOR OTHER PURPOSES:**

**WHEREAS**, the Georgia Department of Transportation (the "**Department**") is a department of the State of Georgia, legally created and existing pursuant to Chapter 2 of Title 32 of the Official Code of Georgia Annotated, with the power, among others, to plan, designate, improve, manage, control, construct and maintain a state highway system in the State of Georgia; and

**WHEREAS**, the State Transportation Board (the "**Board**") is charged by law with the general control and supervision of the Department; and

**WHEREAS**, the State Road and Tollway Authority (the "**Authority**") has been created as a body corporate and politic and an instrumentality and public corporation of the State of Georgia pursuant to various Acts of the General Assembly codified, as amended, at O.C.G.A. §§ 32-10-60 *et seq.* (the "**Act**"); and

**WHEREAS**, pursuant to the Act, the Authority has the power, among others, to borrow money for any of its corporate purposes, to issue negotiable revenue bonds payable from federal transportation funds, and to provide for the payment of the same and for the rights of the holders thereof; and

**WHEREAS**, the Board and the Authority have determined that there exists an urgent need to plan, engineer, design, acquire and construct a land public transportation project consisting of the planning, design, engineering, acquisition and construction of all or part of a system of roads, bridges, tunnels and mass transportation facilities in the State of Georgia, including such buildings, structures, parking areas, appurtenances, and facilities related thereto, including but not limited to approaches, cross streets, roads, bridges, tunnels, and avenues of access for such system, which project is more specifically described in Exhibit A attached hereto and hereby made a part hereof (the "**Program**"); and

**WHEREAS**, after due study and consideration, the Board and the Authority have determined that the Program is advisable, feasible and in the best interest of the transportation needs of the citizens and residents of the State of Georgia; and

**WHEREAS**, pursuant to a resolution adopted July 27, 2006, the Authority authorized the issuance of up to \$150,000,000 aggregate principal amount of State Road and Tollway Authority Federal Highway Reimbursement Revenue Commercial Paper Notes, Series A, to finance a portion of the costs of the Program, of which \$50,000,000 aggregate principal amount are currently outstanding (the "**Commercial Paper Notes**"); and

**WHEREAS**, after due study and consideration, the Authority has determined to refund the currently outstanding Commercial Paper Notes with long-term fixed rate bonds in order to provide permanent financing for the facilities initially financed thereby; and

**WHEREAS**, to provide financing for a portion of the Program, to pay all or a portion of the costs of refunding the currently outstanding Commercial Paper Notes and to pay expenses incident thereto, the Board and the Authority have determined that it is necessary for the Authority to issue its Federal Highway Grant Anticipation Revenue Bonds ("**2008-A Grant Anticipation Revenue Bonds**"); and

**WHEREAS**, the debt service costs, including principal, premium (if any), interest and issuance costs, of the 2008-A Grant Anticipation Revenue Bonds will be primarily payable from and secured by a lien on certain federal-aid highway funds received by the Authority from the Federal Highway Administration pursuant to Title 23 of the United States Code (the "**Federal Highway Grant Revenues**") and generally secured by revenues received by the Authority from time to time in the form of federal-aid



highway fund reimbursements of federally qualified project expenses as hereinafter described (the **"Federal Highway Reimbursements"**), each as set forth in a Memorandum of Agreement dated June 30, 2006, or in similar or amended memoranda of agreement to be entered into subsequently, between the Federal Highway Administration, the Department and the Authority or its Trustee; and

**WHEREAS**, to provide financing for a portion of the Program, to pay all or a portion of the cost of refunding the currently outstanding Commercial Paper Notes and to pay expenses incident thereto, the Board and the Authority have determined that it is necessary for the Authority to issue its Federal Highway Reimbursement Revenue Bonds (the **"2008-A Reimbursement Revenue Bonds"** and, together with the 2008-A Grant Anticipation Revenue Bonds, the **"2008-A Bonds"**); and

**WHEREAS**, after the refunding of the currently outstanding Commercial Paper Notes, the Authority will continue to be authorized to issue Commercial Paper Notes in a maximum principal amount at any time outstanding not to exceed \$150,000,000; and

**WHEREAS**, the Commercial Paper Notes may be issued to finance any projects on the current Statewide Transportation Plan, if and when approved by Joint Resolution of the Board and the Authority for financing with Commercial Paper Notes, and the Authority and the Board intend to approve expenditures for the Program for financing with Commercial Paper Notes; and

**WHEREAS**, the 2008-A Reimbursement Revenue Bonds will be payable primarily from Federal Highway Reimbursements and secured generally by Federal Highway Grant Revenues; and

**WHEREAS**, the principal amount of 2008-A Bonds to be issued will not exceed \$600,000,000 in the aggregate; and

**WHEREAS**, 23 U.S.C. § 121(c) provides that payments of federal-aid highway funds to a state "shall be made to such official or officials or depository as may be designated by the State transportation department and authorized under the laws of the State to receive public funds of the State"; and

**WHEREAS**, O.C.G.A. § 32-5-1(a) designates the director of the Office of the Treasury and Fiscal Services as the proper authority to receive any of the federal-aid funds apportioned to the State of Georgia by the federal government under Title 23 of the United States Code and to receive any other federal funds apportioned to the State of Georgia for public road and other public transportation purposes, except as such funds may be directed by the federal government to the Authority; and

**WHEREAS**, O.C.G.A. § 32-5-2 provides that all federal funds received by the director of the Office of Treasury and Fiscal Services under O.C.G.A. § 32-5-1 are continually appropriated to the Department for the purpose specified in the grants of such funds, except as such funds may be directed by the federal government to the Authority; and

**WHEREAS**, O.C.G.A. § 32-2-2(7) provides that the Department and the Authority are the proper agencies of the State of Georgia to discharge all duties imposed by any act of Congress allotting federal funds to be expended for public road and other transportation purposes in the State of Georgia; and

**WHEREAS**, pursuant to O.C.G.A. § 32-10-63(7), the Authority is authorized to accept and administer any federal highway or transit assistance received from time to time for the State of Georgia; and

**WHEREAS**, to provide a source of funds for repayment of the 2008-A Bonds and to maximize the benefits to be realized by the State of Georgia from the federal-aid highway funding program, the Board and the Authority have determined to designate the Authority as the primary recipient of all or a portion of the federal-aid highway payments to be received by the State of Georgia in each year by the



Federal Highway Administration under Title 23 of the United States Code during the period that any of the 2008-A Bonds are outstanding; and

**WHEREAS**, to accomplish the foregoing, it is desirable and necessary to authorize the Commissioner of the Department of Transportation to request that the United States Federal Highway Administration direct and deposit to the accounts of the Authority such portion as may be specified by the Department from time to time of the federal-aid highway payments to be received by the State of Georgia in each year under Title 23 of the United States Code during the period that any of the 2008-A Bonds are outstanding.

**NOW, THEREFORE, BE IT RESOLVED** by the State Transportation Board and the State Road and Tollway Authority, and it is hereby resolved by authority of the same, that the Program be and the same is hereby approved.

**BE IT FURTHER RESOLVED** by the authority aforesaid, and it is hereby resolved by authority of the same, that the issuance of the 2008-A Bonds by the Authority in an aggregate principal amount not to exceed \$600,000,000 for the purpose of providing financing for a portion of the Program, to pay all or a portion of the cost of refunding the currently outstanding Commercial Paper Notes and to pay expenses incident thereto, hereby approved.

**BE IT FURTHER RESOLVED** by the authority aforesaid, and it is hereby resolved by authority of the same, that the use of Commercial Paper Notes for the purpose of providing financing for a portion of the Program and to pay expenses incident thereto is hereby approved.

**BE IT FURTHER RESOLVED** by the authority aforesaid, and it is hereby resolved by authority of the same, that the Commissioner of the Department of Transportation be and the same is hereby authorized and directed to request the United States Federal Highway Administration to direct and deposit to the accounts of the Authority held by The Bank of New York Trust Company, N.A., as its trustee, of such portion as may be specified by the Department from time to time of the federal-aid highway payments received by the State of Georgia in each year under Title 23 of the United States Code during the period that any of the 2008-A Bonds are outstanding. Such request is to be in substantially the form attached hereto as Exhibit B and made a part hereof, subject to such minor changes, additions or omissions not inconsistent with the purposes of this Joint Resolution as may be approved by the Commissioner of Transportation, and the execution of such request by the Commissioner of Transportation will be considered conclusive evidence of any such approval.

**BE IT FURTHER RESOLVED** by the authority aforesaid, and it is hereby resolved by authority of the same, that any and all resolutions or parts thereof in conflict with this resolution, be and the same are hereby repealed.

So approved on February 21, 2008.

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Buddy Gratton, Deputy Commissioner, requested approval of the following Comprehensive Zoning Resolution. Dana Lemon made a motion to approve the following Comprehensive Zoning Resolution, seconded by Rudy Bowen and unanimously approved.

#### **Resolution**

WHEREAS, the State Transportation Board did, in regular session on November 18, 1971, adopted a policy on outdoor advertising an



WHEREAS, said policy adopted by the State Transportation Board contained a Schedule "A" pertaining to cities and counties in Georgia which maintained comprehensive zoning plans; and

WHEREAS, the State Transportation Board has directed its staff to make necessary recommendations in order that Schedule "A" of the said Outdoor Advertising Policy may be kept current with current changing conditions in cities and counties regarding comprehensive zoning plans; and

WHEREAS, the State Transportation Board did, in regular session on December 18, 1975, adopt a Resolution which said the Board would review all comprehensive zoning plans submitted for initial approval or for renewal approval, to ascertain and determine if said zoning plans can be certified for purposes of outdoor advertising consistent with State/Federal Law or the Federal/State Agreement; and

WHEREAS, the Department of Transportation has determined that the following recommendation is appropriate regarding comprehensive zoning plans:

| <u>CITY/COUNTY</u> | <u>COMPREHENSIVE ZONING</u>            | <u>RECOMMENDATIONS</u> |
|--------------------|--|------------------------|
| Bartow County      | Amendment to Comprehensive Zoning Plan | Approve                |
| City of Hapeville  | Comprehensive Zoning Plan              | Approve                |
| Gilmer County      | Comprehensive Zoning Plan              | Approve                |

NOW THEREFORE, be resolved that the State Transportation Board, in regular session this date, does hereby amend Schedule "A" of the Department of Transportation Outdoor Advertising Policy by including the above named recommendations.

Resolved this 21<sup>st</sup> day of February, 2008.

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Buddy Gratton also requested approval of the following Comprehensive Zoning Resolution. Dana Lemon made a motion to approve the following Comprehensive Zoning Resolution, seconded by Sam Wellborn and unanimously approved.

#### **Resolution**

WHEREAS, the State Transportation Board did, in regular session on November 18, 1971, adopted a policy on outdoor advertising an

WHEREAS, said policy adopted by the State Transportation Board contained a Schedule "A" pertaining to cities and counties in Georgia which maintained comprehensive zoning plans; and

WHEREAS, the State Transportation Board has directed its staff to make necessary recommendations in order that Schedule "A" of the said Outdoor Advertising Policy may be kept current with current changing conditions in cities and counties regarding comprehensive zoning plans; and

WHEREAS, the State Transportation Board did, in regular session on December 18, 1975, adopt a Resolution which said the Board would review all comprehensive zoning plans submitted for initial



approval or for renewal approval, to ascertain and determine if said zoning plans can be certified for purposes of outdoor advertising consistent with State/Federal Law or the Federal/State Agreement; and

WHEREAS, the Department of Transportation has determined that the following recommendation is appropriate regarding comprehensive zoning plans:

| <u>CITY/COUNTY</u> | <u>COMPREHENSIVE ZONING</u> | <u>RECOMMENDATIONS</u> |
|--------------------|-----------------------------|------------------------|
| Cherokee County    | Comprehensive Zoning Plan   | Deny                   |

NOW THEREFORE, be resolved that the State Transportation Board, in regular session this date, does hereby amend Schedule "A" of the Department of Transportation Outdoor Advertising Policy by including the above named recommendations.

Resolved this 21<sup>st</sup> day of February, 2008.

Chairman Evans requested that Garland Pinholster give a report from the Legislative Committee meeting.

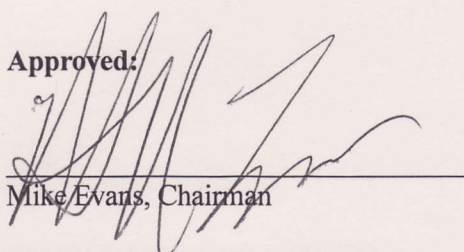
Garland Pinholster gave a report from the Legislative Committee. He stated that Buddy Gratton gave an update on bills for the 2008 Legislative Session, which included the bill on surplus property, utilities and transportation funding. Garland Pinholster also stated that Senator Jeff Mullus and Representative Vance Smith made comments regarding the legislative session.

Emory McClinton gave an update from Atlanta Regional Commission (ARC) meeting. He stated that ARC is planning to do a review of the national comprehensive study and present it to various committees in Washington. Emory McClinton also stated that the Board should have some input in Washington on the Transportation Bill and recommended a task force be organized to work specifically on recommendations for the bill. Dana Lemon suggested that Board travel to Washington, D.C. as Board and meet with the Congressional Delegation. Larry Walker suggested that a standing committee be organized to meet with people in Washington, D.C.

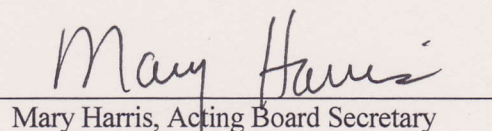
Bill Kuhlke gave an update on the multi-modal visit in Chicago, Boston and New York. Bill Kuhlke stated that the trip was very successful, that we cannot build enough roads to resolve congestion and that commuter rail is needed.

There being no further business, Chairman Evans asked for a motion to adjourn. Sam Wellborn made a motion to adjourn, seconded by Raybon Anderson and unanimously approved.

Approved:

  
Mike Evans, Chairman

Respectfully submitted:

  
Mary Harris, Acting Board Secretary

\*Denotes documentation in file.